

WC 05 334

Stamp and Return

READ INSTRUCTIONS CAREFULLY  
BEFORE PROCEEDING

FEDERAL COMMUNICATIONS COMMISSION  
REMITTANCE ADVICE

Approved by OMB  
1000-0189  
Page 1 of 1

(1) CHECK BOX <b>358145</b>		<b>FCC/MELLON</b>		<b>NOV 30 2005</b>		SPECIAL USE ONLY	
						FCC USE ONLY	
<b>SECTION A - PAYEE INFORMATION</b>							
(2) PAYEE NAME (if paying by credit card enter name exactly as it appears on the card) <b>Hopi Telecommunications, Inc.</b>				(3) TOTAL AMOUNT PAID (U.S. Dollars and cents) <b>\$895.00</b>			
(4) STREET ADDRESS LINE NO. 1 <b>5200 East Cortland Blvd.</b>							
(5) STREET ADDRESS LINE NO. 2 <b>No. E200</b>							
(6) CITY <b>Flagstaff</b>				(7) STATE <b>AZ</b>		(8) ZIP CODE <b>86004</b>	
(9) DAYTIME TELEPHONE NUMBER (include area code) <b>928 522 8428</b>				(10) COUNTRY CODE (if not in U.S.A.)			
<b>FCC REGISTRATION NUMBER (FRN) REQUIRED</b>							
(11) PAYEE (FRN) <b>0014295679</b>				(12) FCC USE ONLY			
IF MORE THAN ONE APPLICANT, USE CONTINUATION SHEETS (FORM 150-C) COMPLETE SECTION BELOW FOR EACH SERVICE. IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEET							
(13) APPLICANT NAME							
(14) STREET ADDRESS LINE NO. 1							
(15) STREET ADDRESS LINE NO. 2							
(16) CITY				(17) STATE		(18) ZIP CODE	
(19) DAYTIME TELEPHONE NUMBER (include area code)				(20) COUNTRY CODE (if not in U.S.A.)			
<b>FCC REGISTRATION NUMBER (FRN) REQUIRED</b>							
(21) APPLICANT (FRN)				(22) FCC USE ONLY			
COMPLETE SECTION C FOR EACH SERVICE. IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEET							
(23A) CALL SIGN/OTHER ID		(24A) PAYMENT TYPE CODE <b>CUT</b>		(25A) QUANTITY <b>1</b>			
(26A) FEE DUE FOR (PTC) <b>\$895.00</b>		(27A) TOTAL FEE <b>\$895.00</b>		FCC USE ONLY			
(28A) FCC CODE 1				(29A) FCC CODE 2			
(23B) CALL SIGN/OTHER ID		(24B) PAYMENT TYPE CODE		(25B) QUANTITY			
(26B) FEE DUE FOR (PTC)		(27B) TOTAL FEE		FCC USE ONLY			
(28B) FCC CODE 1				(29B) FCC CODE 2			
<b>SECTION D - CERTIFICATION</b>							
<b>CERTIFICATION STATEMENT</b> I, <u>David C. Esson</u> , certify under penalty of perjury that the foregoing and supporting information is true and correct to the best of my knowledge, information and belief. SIGNATURE: <u>David C. Esson</u> DATE: <u>11/30/05</u>							
<b>SECTION E - CREDIT CARD PAYMENT INFORMATION</b>							
MASTERCARD _____ VISA _____ AMEX _____ DISCOVER _____ ACCOUNT NUMBER _____ EXPIRATION DATE _____ I hereby authorize the FCC to charge my credit card for the services/authorizations herein described. SIGNATURE _____ DATE _____							

SEE PUBLIC BURDEN ON REVERSE

FCC FORM 159

FEBRUARY 2003 (REVISED)

**K R A S K I N, M O O R M A N & C O S S O N, L L C**  
ATTORNEYS AT LAW

2120 L Street, N.W., Suite 520  
Washington, D.C. 20037

Telephone (202) 296-8890  
Telecopier (202) 296-8893

November 30, 2005

Marlene H. Dortch  
Secretary  
Federal Communications Commission  
445 12<sup>th</sup> St., S.W.  
Washington, D.C. 20554

Re: Hopi Telecommunications, Inc. and CenturyTel of  
the Southwest, Inc., Application for Authorization  
Pursuant to Section 214 of the Communications Act  
of 1934, as Amended, for Transfer of Control

Dear Ms. Dortch:

Attached please find an original and four copies of the Application for Transfer of Control being filed by Hopi Telecommunications, Inc. and CenturyTel of the Southwest, Inc. pursuant to Section 214 of the Communications Act and Section 63.04 of the Commission's Rules.

The requisite filing fee and FCC Form 159 Remittance Advice is being submitted by Courier to Mellon Bank, Pittsburgh, Pennsylvania on this date.

Please acknowledge receipt on the "stamp and return" duplicate document attached for this purpose. Please contact me if there are any questions regarding this matter.

Sincerely yours

  
David Cosson  
Counsel to Hopi Telecommunications, Inc.

Cc: Tracey Wilson-Parker, Competition Policy Division

**BEFORE THE  
FEDERAL COMMUNICATIONS COMMISSION  
WASHINGTON, DC 20554**

In the Matter of	)	
	)	
Hopi Telecommunications, Inc.	)	
	)	
And	)	File No. _____
	)	
CenturyTel of the Southwest, Inc.	)	
	)	
Application for Authorization Pursuant to	)	
Section 214 of the Communications Act of 1934,	)	
as Amended, for Transfer of Control	)	

**APPLICATION FOR TRANSFER OF CONTROL**

Hopi Telecommunications, Inc. ("Hopi") and CenturyTel of the Southwest, Inc. ("CenturyTel") (together "Applicants"), by their undersigned counsel, and pursuant to Section 214 of the Communications Act of 1934, as amended, 47 U.S.C. § 214 (the "Act"), and Section 63.04 of the rules of the Federal Communications Commission ("FCC" or the "Commission"), 47 C.F.R. § 63.04, hereby request authority to transfer to Hopi the local exchange assets of CenturyTel on the Hopi Reservation in Arizona and on a small portion of the Navajo Reservation.<sup>1</sup> The Applicants entered into an Asset Purchase Agreement ("APA") under which Hopi will become the provider of telecommunications service to the subscribers presently served by CenturyTel. The Applicants seek streamlined treatment of this Application.

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<sup>1</sup> The CenturyTel service area being transferred includes a few subscriber lines on the Navajo Reservation.

Pursuant to Section 63.04(a) of the Commission's rules, the Applicants provide the following information in support of this transaction:

**(1) Applicants' Name, Address and Telephone Number**

**Transferor:** CenturyTel of the Southwest, Inc.  
Attention: John F. Jones  
100 CenturyTel Drive  
Monroe Louisiana 71203

Telephone: 318 388 9000  
Facsimile: 318 388 9602

**Transferee:** Hopi Telecommunications, Inc.  
Attention: Brent A. Kennedy  
5200 East Cortland Blvd, No. E200  
Flagstaff, Arizona 86004

Telephone: 928 522 8428  
Facsimile: 928 527 4959

**(2) State of Organization**

- (a) CenturyTel is a New Mexico corporation.
- (b) Hopi is a corporation organized under the laws of the Hopi Tribe.

**(3) Contact Information**

All correspondence, notices and inquiries regarding this transaction should be addressed to:

**Transferee:** Brent A. Kennedy  
Hopi Telecommunications, Inc.  
5200 East Cortland Blvd., No. E200  
Flagstaff, Arizona 86004

Telephone: 928 522 8428  
Facsimile: 928 527 4959

**Transferor:** John F. Jones  
CenturyTel of the Southwest, Inc.  
100 CenturyTel Drive  
Monroe, Louisiana 71203

Telephone: 318 388 9000  
Facsimile: 318 388 9602

**Copies of all correspondence, notices, and inquiries should also be addressed to:**

**Transferee:** David Cosson  
Kraskin, Moorman & Cosson, LLC  
2120 L Street, NW, Suite 520  
Washington, DC 20037

Telephone: 202 296 8890  
Facsimile: 202 296 8893

**Transferor:** Karen Brinkmann  
Latham & Watkins LLP  
555 Eleventh St., N.W., Suite 1000  
Washington, D.C. 20004-1304

Telephone: 202 637 2200  
Facsimile: 202 637 2201

**(4) Ten percent (10%) Equity Shareholders**

**Transferor:**

CenturyTel is 100% owned by CenturyTel of the Northwest, Inc. CenturyTel of the Northwest, Inc. is 100% owned by CenturyTel Holdings, Inc. CenturyTel Holdings, Inc. is 100% owned by CenturyTel, Inc. CenturyTel, Inc. is a publicly traded company, of which no person or entity owns 10% or more of the equity. The address for each of these entities is 100 CenturyTel Drive, Monroe, Louisiana 71203; their principal business is telecommunications.

**Transferee:**

Hopi is 100% owned by the Hopi Tribe, which in turn is controlled by its members, none of which has a 10% or more controlling interest.

**(5) Certification Pursuant to Rules 1.2001-1.2003**

Applicants hereby certify, pursuant to 47 C.F.R. §§ 1.2001-1.2003, that to the best of their knowledge, information, and belief, no party to the application is subject to denial of federal benefits pursuant to section 5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. § 862.

**(6) Description of Transaction**

The Applicants executed an Asset Purchase Agreement for the transfer of all the assets currently employed by CenturyTel of the Southwest, Inc. in providing local exchange telecommunications services. Upon completion of the transaction, Hopi will become the provider of local exchange telecommunications service to CenturyTel's current subscribers throughout study area #452175. Hopi intends to extend service to any unserved persons or businesses on the Hopi Reservation.

**(7) Geographic Description**

The service area of Hopi will encompass all of the Hopi Reservation in Arizona, and a small portion of the Navajo Reservation, as shown on the map attached as Attachment A.

**(8) Streamlined Treatment**

Applicants request streamlined treatment of this Application pursuant to Section 63.03(b). The Transferee is not currently a telecommunications provider. The transaction involves only the transfer of local exchange assets of an incumbent LEC by means other than an acquisition of corporate control. Finally, at the conclusion of the transaction, neither applicant will have two (2) percent or more of the nation's subscriber lines installed in the aggregate nationwide and will have no overlapping or adjacent service areas.

**(9) Other Related Applications Before the Commission**

CenturyTel holds several Title III licenses and separately is or will be seeking approval for transfer of those licenses to Hopi pursuant to Section 310 of the Act.<sup>2</sup>

**(10) Statement of Imminent Business Failure**

The Application requires no special consideration because no party to the transaction faces imminent business failure.

**(11) Separately Filed Waiver Requests**

The Applicants submitted no separately filed waivers.

**(12) Public Interest Statement**

The proposed transfer serves the public interest and authority to complete the transaction should be duly granted. Hopi Telecommunications, Inc. was established by the Hopi Tribe in order to more directly participate in the critical function of providing telecommunications to the members of the Hopi Tribe by expanding and improving service and more closely coordinating telecommunications service with the social and economic objectives of the Tribe.

The proposed transfer will not cause any public interest harm in that the Transferee will continue to provide local exchange services after the closing of the transaction without reduction, impairment, or discontinuance of service to any customer as a result of this transaction. Hopi does not currently provide local telephone service and the transaction therefore poses no competitive concerns.<sup>3</sup>

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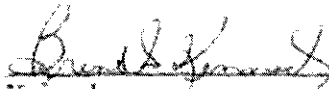
<sup>2</sup> To the extent that this transaction involves a transfer of CenturyTel's long-distance customers or assets, the applicants separately will seek all necessary Commission consents for such transfer.

<sup>3</sup> Hopi will provide the required notices to affected subscribers and the Commission in accordance with Section 64.1120(e) of the Commission's rules.

## CONCLUSION

Applicants seek authority to transfer ownership of the assets of CenturyTel to Hopi. For the foregoing reasons, Applicants respectfully request that the Commission provide this Application streamlined treatment and grant the Application as soon as practicable.

Respectfully Submitted,

By: 

Brent A. Kennedy

President

Hopi Telecommunications, Inc.

5200 East Cortland Blvd., No. E200

Flagstaff, Arizona 86004

By:

Stacey W. Gott

Senior Vice President, General Counsel and  
Secretary

CenturyTel of the Southwest, Inc.

100 CenturyTel Drive

Monroe, Louisiana 71203

November 22, 2005

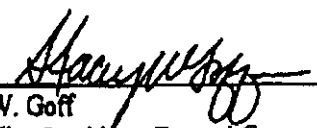


### CONCLUSION

Applicants seek authority to transfer ownership of the assets of CenturyTel to Hopi. For the foregoing reasons, Applicants respectfully request that the Commission provide this Application streamlined treatment and grant the Application as soon as practicable.

Respectfully Submitted,

By: \_\_\_\_\_  
Brent A. Kennedy  
President  
Hopi Telecommunications, Inc.  
5200 East Cortland Blvd., No. E200  
Flagstaff, Arizona 86004

By:  \_\_\_\_\_  
Stacey W. Goff  
Senior Vice President, General Counsel and  
Secretary  
CenturyTel of the Southwest, Inc.  
100 CenturyTel Drive  
Monroe, Louisiana 71203

November 30, 2005

### **Certificate of Service**

I, Darlene Poindexter, of Kraskin, Moorman and Cosson, LLC, 2120 L St., N.W., Washington, D.C. 20037, do hereby certify that on this 30th day of November, 2005, a copy of the foregoing "Application for Transfer of Control" was mailed, U.S. First Class postage prepaid, to the following:

The Honorable Janet Napolitano  
Governor of Arizona  
1700 West Washington  
Phoenix, Arizona 85007

Department of Defense  
Assistant Secretary of Defense for C3I  
1000 Defense Pentagon, Room 3E172  
Washington, D.C. 20301-1000

Department of State  
EB/CIP/SCA  
2201 C Street, N.W.  
Washington, D.C. 20520

William Dever, Deputy Chief\*  
Competition Policy Division  
Wireline Competition Bureau  
Federal Communications Commission  
445 12<sup>th</sup> St., S.W.  
Washington, D.C. 20554



Darlene Poindexter

\* Via Hand Delivery